

Abbreviated Financial Statements  
REGISTERED NUMBER: 3633454 (England and Wales)

**ABBREVIATED FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31ST DECEMBER 2002  
FOR  
WITHERLEY SERVICES LIMITED**



**WITHERLEY SERVICES LIMITED**

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for the Year Ended 31st December 2002**

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**WITHERLEY SERVICES LIMITED**

**COMPANY INFORMATION**  
**for the Year Ended 31st December 2002**

**DIRECTORS:**

Mr R Stubbs  
Mrs H E R Trivett  
Mr M D Cooper  
Mr J Cockerill

**SECRETARY:**

Mr R Stubbs

**REGISTERED OFFICE:**

Witherley House  
Hazell Way  
Bermuda Road  
NUNEATON  
WARWICKSHIRE  
CV10 7QG

**REGISTERED NUMBER:**

3633454 (England and Wales)

**AUDITORS:**

Stewart Fletcher and Barrett  
Chartered Accountants  
Registered Auditors  
126 Manor Court Road  
Nuneaton  
Warwickshire  
CV11 5HL

# WITHERLEY SERVICES LIMITED

## REPORT OF THE DIRECTORS for the Year Ended 31st December 2002

The directors present their report with the financial statements of the company for the year ended 31st December 2002.

### PRINCIPAL ACTIVITIES

The principal activities of the company in the year under review were those of the supply of stone and aggregates, plant hire and the provision of services to haulage sub-contractors within the building and construction industries.

### REVIEW OF BUSINESS

The results for the year and financial position of the company are as shown in the annexed financial statements.

### DIVIDENDS

Interim dividends per share were paid as follows:

|             |                      |
|-------------|----------------------|
| £ 20        | - 18th April 2002    |
| <u>£ 60</u> | - 16th December 2002 |
| <u>£ 80</u> |                      |

The directors recommend that no final dividend be paid.

The total distribution of dividends for the year ended 31st December 2002 will be £80,000.

### DIRECTORS

The directors during the year under review were:

Mr R Stubbs  
Mrs H E R Trivett  
Mr M D Cooper  
Mr J Cockerill

The beneficial interests of the directors holding office on 31st December 2002 in the issued share capital of the company were as follows:

|                           | 31.12.02 | 1.1.02 |
|---------------------------|----------|--------|
| <b>Ordinary £1 shares</b> |          |        |
| Mr R Stubbs               | 340      | 340    |
| Mrs H E R Trivett         | 160      | 160    |
| Mr M D Cooper             | 270      | 270    |
| Mr J Cockerill            | 230      | 230    |

### STATEMENT OF DIRECTORS' RESPONSIBILITIES

Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing those financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

**WITHERLEY SERVICES LIMITED**

**REPORT OF THE DIRECTORS  
for the Year Ended 31st December 2002**

**AUDITORS**

The auditors, Stewart Fletcher and Barrett, will be proposed for re-appointment in accordance with Section 385 of the Companies Act 1985.

**ON BEHALF OF THE BOARD:**

A handwritten signature in black ink, appearing to be 'R Stubbs', written over a horizontal line.

Mr R Stubbs - DIRECTOR

Dated: 16th June 2003

**WITHERLEY SERVICES LIMITED**

**REPORT OF THE INDEPENDENT AUDITORS TO  
WITHERLEY SERVICES LIMITED  
UNDER SECTION 247B OF THE COMPANIES ACT 1985**

We have examined the abbreviated financial statements on pages five to twelve, together with the full financial statements of the company for the year ended 31st December 2002 prepared under Section 226 of the Companies Act 1985.

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

**Respective responsibilities of directors and auditors**

The directors are responsible for preparing the abbreviated financial statements in accordance with Section 246A of the Companies Act 1985. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated financial statements prepared in accordance with Section 246A(3) of the Act to the Registrar of Companies and whether the financial statements to be delivered are properly prepared in accordance with that provision and to report our opinion to you.

**Basis of opinion**

We have carried out the procedures we consider necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated financial statements and that the abbreviated financial statements to be delivered are properly prepared. The scope of our work for the purpose of this report did not include examining or dealing with events after the date of our report on the full financial statements.

**Opinion**

In our opinion the company is entitled to deliver abbreviated financial statements prepared in accordance with Section 246A(3) of the Companies Act 1985, and the abbreviated financial statements on pages five to twelve are properly prepared in accordance with that provision.

*Stewart Fletcher & Barrett*

Stewart Fletcher and Barrett  
Chartered Accountants  
Registered Auditors  
126 Manor Court Road  
Nuneaton  
Warwickshire  
CV11 5HL

Dated: 16th June 2003

**WITHERLEY SERVICES LIMITED**

**ABBREVIATED PROFIT AND LOSS ACCOUNT**  
for the Year Ended 31st December 2002

|                                                      |       | <u>2002</u>      | <u>2001</u>      |
|------------------------------------------------------|-------|------------------|------------------|
|                                                      | Notes | £                | £                |
| <b>GROSS PROFIT</b>                                  |       | 1,409,701        | 1,403,339        |
| Administrative expenses                              |       | <u>1,102,412</u> | <u>1,049,941</u> |
| <b>OPERATING PROFIT</b>                              | 3     | 307,289          | 353,398          |
| Interest receivable and similar income               |       | <u>27,752</u>    | <u>31,504</u>    |
|                                                      |       | 335,041          | 384,902          |
| Interest payable and similar charges                 | 4     | <u>-</u>         | <u>43</u>        |
| <b>PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION</b> |       | 335,041          | 384,859          |
| Tax on profit on ordinary activities                 | 5     | <u>91,070</u>    | <u>106,847</u>   |
| <b>PROFIT FOR THE FINANCIAL YEAR AFTER TAXATION</b>  |       | 243,971          | 278,012          |
| Dividends                                            | 6     | <u>80,000</u>    | <u>82,500</u>    |
|                                                      |       | 163,971          | 195,512          |
| Retained profit brought forward                      |       | <u>588,803</u>   | <u>393,291</u>   |
| <b>RETAINED PROFIT CARRIED FORWARD</b>               |       | <u>£752,774</u>  | <u>£588,803</u>  |

**CONTINUING OPERATIONS**

None of the company's activities were acquired or discontinued during the current and previous years.

**TOTAL RECOGNISED GAINS AND LOSSES**

The company has no recognised gains or losses other than the profits for the current and previous years.

**WITHERLEY SERVICES LIMITED**

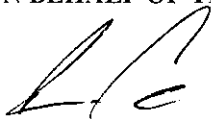
**ABBREVIATED BALANCE SHEET**

**31st December 2002**

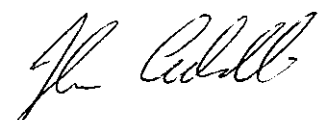
|                                                                |       | <u>2002</u>      |                        | <u>2001</u>      |                        |
|----------------------------------------------------------------|-------|------------------|------------------------|------------------|------------------------|
|                                                                | Notes | £                | £                      | £                | £                      |
| <b>FIXED ASSETS:</b>                                           |       |                  |                        |                  |                        |
| Tangible assets                                                | 7     |                  | 107,903                |                  | 83,344                 |
| <b>CURRENT ASSETS:</b>                                         |       |                  |                        |                  |                        |
| Stocks                                                         | 8     | 7,430            |                        | 13,570           |                        |
| Debtors                                                        | 9     | 2,297,618        |                        | 2,195,837        |                        |
| Cash at bank                                                   |       | <u>686,517</u>   |                        | <u>626,149</u>   |                        |
|                                                                |       | 2,991,565        |                        | 2,835,556        |                        |
| <b>CREDITORS:</b> Amounts falling due within one year          | 10    | <u>1,839,178</u> |                        | <u>1,829,097</u> |                        |
| <b>NET CURRENT ASSETS:</b>                                     |       |                  | <u>1,152,387</u>       |                  | <u>1,006,459</u>       |
| <b>TOTAL ASSETS LESS CURRENT LIABILITIES:</b>                  |       |                  | 1,260,290              |                  | 1,089,803              |
| <b>CREDITORS:</b> Amounts falling due after more than one year | 11    |                  | (500,000)              |                  | (500,000)              |
| <b>PROVISIONS FOR LIABILITIES AND CHARGES:</b>                 | 12    |                  | <u>(6,516)</u>         |                  | <u>-</u>               |
|                                                                |       |                  | <u><u>£753,774</u></u> |                  | <u><u>£589,803</u></u> |
| <b>CAPITAL AND RESERVES:</b>                                   |       |                  |                        |                  |                        |
| Called up share capital                                        | 13    |                  | 1,000                  |                  | 1,000                  |
| Profit and loss account                                        |       |                  | <u>752,774</u>         |                  | <u>588,803</u>         |
| <b>SHAREHOLDERS' FUNDS:</b>                                    | 14    |                  | <u><u>£753,774</u></u> |                  | <u><u>£589,803</u></u> |

These abbreviated financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to medium-sized companies.

**ON BEHALF OF THE BOARD:**



Mr R Stubbs - DIRECTOR



Mr J Cockerill - DIRECTOR

Approved by the Board on 16th June 2003

The notes form part of these financial statements

**WITHERLEY SERVICES LIMITED**

**CASH FLOW STATEMENT  
for the Year Ended 31st December 2002**

|                                                             |       | <u>2002</u>            | <u>2001</u>            |
|-------------------------------------------------------------|-------|------------------------|------------------------|
|                                                             | Notes | £                      | £                      |
| Net cash inflow<br>from operating activities                | 1     | 266,651                | 395,702                |
| Returns on investments and<br>servicing of finance          | 2     | 27,752                 | 31,461                 |
| Taxation                                                    |       | (106,847)              | (116,787)              |
| Capital expenditure                                         | 2     | (47,188)               | (31,668)               |
| Equity dividends paid                                       |       | <u>(80,000)</u>        | <u>(82,500)</u>        |
| Increase in cash in the period                              |       | <u><b>£60,368</b></u>  | <u><b>£196,208</b></u> |
| <hr/>                                                       |       |                        |                        |
| Reconciliation of net cash flow<br>to movement in net funds | 3     |                        |                        |
| Increase in cash in the period                              |       | <u>60,368</u>          | <u>196,208</u>         |
| Change in net funds resulting<br>from cash flows            |       | <u>60,368</u>          | <u>196,208</u>         |
| Movement in net funds in the period                         |       | 60,368                 | 196,208                |
| Net funds at 1st January                                    |       | <u>626,149</u>         | <u>429,941</u>         |
| Net funds at 31st December                                  |       | <u><b>£686,517</b></u> | <u><b>£626,149</b></u> |

The notes form part of these financial statements

**WITHERLEY SERVICES LIMITED**

**NOTES TO THE CASH FLOW STATEMENT  
for the Year Ended 31st December 2002**

**1. RECONCILIATION OF OPERATING PROFIT TO NET CASH INFLOW FROM OPERATING ACTIVITIES**

|                                                      | 2002<br>£             | 2001<br>£             |
|------------------------------------------------------|-----------------------|-----------------------|
| Operating profit                                     | 307,289               | 353,398               |
| Depreciation charges                                 | 14,353                | 38,328                |
| Loss on sale of fixed assets                         | 8,276                 | 9,901                 |
| Decrease in stocks                                   | 6,140                 | 5,680                 |
| (Increase)/Decrease in debtors                       | (101,781)             | 4,285                 |
| Increase/(Decrease) in creditors                     | <u>32,374</u>         | <u>(15,890)</u>       |
| <b>Net cash inflow<br/>from operating activities</b> | <u><u>266,651</u></u> | <u><u>395,702</u></u> |

**2. ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN THE CASH FLOW STATEMENT**

|                                                                                | 2002<br>£              | 2001<br>£              |
|--------------------------------------------------------------------------------|------------------------|------------------------|
| <b>Returns on investments and<br/>servicing of finance</b>                     |                        |                        |
| Interest received                                                              | 27,752                 | 31,504                 |
| Interest paid                                                                  | <u>-</u>               | <u>(43)</u>            |
| <b>Net cash inflow<br/>for returns on investments and servicing of finance</b> | <u><u>27,752</u></u>   | <u><u>31,461</u></u>   |
| <b>Capital expenditure</b>                                                     |                        |                        |
| Purchase of tangible fixed assets                                              | (62,688)               | (54,668)               |
| Sale of tangible fixed assets                                                  | <u>15,500</u>          | <u>23,000</u>          |
| <b>Net cash outflow<br/>for capital expenditure</b>                            | <u><u>(47,188)</u></u> | <u><u>(31,668)</u></u> |

**3. ANALYSIS OF CHANGES IN NET FUNDS**

|                                  | At 1.1.02<br>£        | Cash flow<br>£       | At 31.12.02<br>£      |
|----------------------------------|-----------------------|----------------------|-----------------------|
| Net cash:                        |                       |                      |                       |
| Cash at bank                     | <u>626,149</u>        | <u>60,368</u>        | <u>686,517</u>        |
|                                  | <u>626,149</u>        | <u>60,368</u>        | <u>686,517</u>        |
| <b>Total</b>                     | <u><u>626,149</u></u> | <u><u>60,368</u></u> | <u><u>686,517</u></u> |
| <b>Analysed in Balance Sheet</b> |                       |                      |                       |
| Cash at bank                     | <u>626,149</u>        |                      | <u>686,517</u>        |
|                                  | <u>626,149</u>        |                      | <u>686,517</u>        |

The notes form part of these financial statements

# WITHERLEY SERVICES LIMITED

## NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS for the Year Ended 31st December 2002

### 1. ACCOUNTING POLICIES

#### Accounting convention

The financial statements have been prepared under the historical cost convention.

#### Turnover

Turnover represents net invoiced sales of goods, excluding value added tax.

#### Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

|                       |                           |
|-----------------------|---------------------------|
| Fixtures and fittings | - 25% on reducing balance |
| Motor vehicles        | - 25% on reducing balance |

#### Stocks

Stock is valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

#### Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

#### Pensions

The company operates a defined contribution pension scheme. Contributions payable for the year are charged in the profit and loss account.

#### Trade creditors

The company operates a self-billing purchase ledger system. Invoices are raised from drivers delivery and collection documents. If payment is not claimed when due they remain on the company's creditors ledger until such time as the company is satisfied that the amount will not be paid or six years, whichever is the earlier. The amount of outstanding claims is included in note 10.

### 2. STAFF COSTS

|                       | 2002           | 2001           |
|-----------------------|----------------|----------------|
|                       | £              | £              |
| Wages and salaries    | 577,501        | 570,826        |
| Social security costs | 58,178         | 56,684         |
| Other pension costs   | <u>38,364</u>  | <u>39,328</u>  |
|                       | <u>674,043</u> | <u>666,838</u> |

The average monthly number of employees during the year was as follows:

|                              | 2002      | 2001      |
|------------------------------|-----------|-----------|
| General administration staff | 26        | 28        |
| Directors                    | <u>4</u>  | <u>4</u>  |
|                              | <u>30</u> | <u>32</u> |

**WITHERLEY SERVICES LIMITED**

**NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS  
for the Year Ended 31st December 2002**

**3. OPERATING PROFIT**

The operating profit is stated after charging:

|                                                            | 2002          | 2001          |
|------------------------------------------------------------|---------------|---------------|
|                                                            | £             | £             |
| Depreciation - owned assets                                | 14,353        | 38,328        |
| Loss on disposal of fixed assets                           | 8,276         | 9,901         |
| Auditors' remuneration                                     | <u>7,335</u>  | <u>7,950</u>  |
|                                                            |               |               |
| Directors' emoluments                                      | 156,904       | 188,552       |
| Directors' pension contributions to money purchase schemes | <u>29,184</u> | <u>27,910</u> |

The number of directors to whom retirement benefits were accruing was as follows:

|                        |          |          |
|------------------------|----------|----------|
| Money purchase schemes | <u>4</u> | <u>4</u> |
|------------------------|----------|----------|

**4. INTEREST PAYABLE AND SIMILAR CHARGES**

|               | 2002     | 2001      |
|---------------|----------|-----------|
|               | £        | £         |
| Bank interest | <u>-</u> | <u>43</u> |

**5. TAXATION**

**Analysis of the tax charge**

The tax charge on the profit on ordinary activities for the year was as follows:

|                                      | 2002          | 2001           |
|--------------------------------------|---------------|----------------|
|                                      | £             | £              |
| Current tax:                         |               |                |
| UK corporation tax                   | 84,554        | 106,847        |
| Deferred tax:                        |               |                |
| Deferred taxation                    | <u>6,516</u>  | <u>-</u>       |
| Tax on profit on ordinary activities | <u>91,070</u> | <u>106,847</u> |

UK corporation tax has been charged at 26.39% (2001 - 27.64%).

**6. DIVIDENDS**

|                | 2002          | 2001          |
|----------------|---------------|---------------|
|                | £             | £             |
| Equity shares: |               |               |
| Interim        | <u>80,000</u> | <u>82,500</u> |

**WITHERLEY SERVICES LIMITED**

**NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS  
for the Year Ended 31st December 2002**

**7. TANGIBLE FIXED ASSETS**

|                         | Fixtures<br>and<br>fittings | Motor<br>vehicles | Totals         |
|-------------------------|-----------------------------|-------------------|----------------|
|                         | £                           | £                 | £              |
| <b>COST:</b>            |                             |                   |                |
| At 1st January 2002     | 7,409                       | 148,913           | 156,322        |
| Additions               | -                           | 62,688            | 62,688         |
| Disposals               | -                           | (59,495)          | (59,495)       |
|                         | <u>7,409</u>                | <u>152,106</u>    | <u>159,515</u> |
| <b>DEPRECIATION:</b>    |                             |                   |                |
| At 1st January 2002     | 4,698                       | 68,280            | 72,978         |
| Charge for year         | 480                         | 13,873            | 14,353         |
| Eliminated on disposals | -                           | (35,719)          | (35,719)       |
|                         | <u>5,178</u>                | <u>46,434</u>     | <u>51,612</u>  |
| <b>NET BOOK VALUE:</b>  |                             |                   |                |
| At 31st December 2002   | <u>2,231</u>                | <u>105,672</u>    | <u>107,903</u> |
| At 31st December 2001   | <u>2,711</u>                | <u>80,633</u>     | <u>83,344</u>  |

**8. STOCKS**

|       | 2002         | 2001          |
|-------|--------------|---------------|
|       | £            | £             |
| Stock | <u>7,430</u> | <u>13,570</u> |

**9. DEBTORS: AMOUNTS FALLING  
DUE WITHIN ONE YEAR**

|               | 2002             | 2001             |
|---------------|------------------|------------------|
|               | £                | £                |
| Trade debtors | <u>2,297,618</u> | <u>2,195,837</u> |

**10. CREDITORS: AMOUNTS FALLING  
DUE WITHIN ONE YEAR**

|                               | 2002             | 2001             |
|-------------------------------|------------------|------------------|
|                               | £                | £                |
| Trade creditors               | 1,628,772        | 1,621,609        |
| Intercompany accounts         | 529              | 103              |
| V.A.T.                        | 41,875           | 43,727           |
| Social security & other taxes | 22,448           | 19,401           |
| Taxation                      | 84,554           | 106,847          |
| Accrued expenses              | <u>61,000</u>    | <u>37,410</u>    |
|                               | <u>1,839,178</u> | <u>1,829,097</u> |

**WITHERLEY SERVICES LIMITED**

**NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS  
for the Year Ended 31st December 2002**

**11. CREDITORS: AMOUNTS FALLING  
DUE AFTER MORE THAN ONE YEAR**

|                       | 2002           | 2001           |
|-----------------------|----------------|----------------|
|                       | £              | £              |
| Intercompany accounts | <u>500,000</u> | <u>500,000</u> |

**12. PROVISIONS FOR LIABILITIES AND CHARGES**

|                   | 2002         | 2001     |
|-------------------|--------------|----------|
|                   | £            | £        |
| Deferred taxation | <u>6,516</u> | <u>-</u> |

|                                |                 |
|--------------------------------|-----------------|
|                                | Deferred<br>tax |
|                                | £               |
| Accelerated capital allowances | <u>6,516</u>    |
| Balance at 31st December 2002  | <u>6,516</u>    |

**13. CALLED UP SHARE CAPITAL**

|             |          |                   |              |              |
|-------------|----------|-------------------|--------------|--------------|
| Authorised: |          |                   |              |              |
| Number:     | Class:   | Nominal<br>value: | 2002         | 2001         |
|             |          |                   | £            | £            |
| 1,000       | Ordinary | £1                | <u>1,000</u> | <u>1,000</u> |

|                      |          |                   |              |              |
|----------------------|----------|-------------------|--------------|--------------|
| Allotted and issued: |          |                   |              |              |
| Number:              | Class:   | Nominal<br>value: | 2002         | 2001         |
|                      |          |                   | £            | £            |
| 1,000                | Ordinary | £1                | <u>1,000</u> | <u>1,000</u> |

**14. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS**

|                                            | 2002               | 2001               |
|--------------------------------------------|--------------------|--------------------|
|                                            | £                  | £                  |
| Profit for the financial year              | 243,971            | 278,012            |
| Dividends                                  | (80,000)           | (82,500)           |
| Issued share capital                       | <u>          </u>  | <u>          </u>  |
| <b>Net addition to shareholders' funds</b> | 163,971            | 195,512            |
| Opening shareholders' funds                | <u>589,803</u>     | <u>394,291</u>     |
| <b>Closing shareholders' funds</b>         | <u>753,774</u>     | <u>589,803</u>     |
| <br>Equity interests                       | <br><u>753,774</u> | <br><u>589,803</u> |

**15. CONTROLLING PARTY**

The company is not under the control of any one individual.